

SCHEDULE A**L TERSIGNI CONSULTING P.C.**

Certified Public Accountant

2001 West Main Street - Suite 220

Stamford, CT, 06902

Telephone: 203-569-9090

Facsimile: 203-569-9098

January 11, 2002

Invoice No. 067

Matthew G. Zaleski, III, Esq.
 Campbell & Levine LLC
 Chase Manhattan Centre- 15th Floor
 1201 N. Market Street
 Wilmington, DE. 19801

RE: W.R. Grace

For services rendered in connection with the above-captioned matter during the period
 December 1, 2001 - December 31, 2001 as per the attached analysis.

<u>Professional Fees (see Schedule A)</u>	<u>Hours</u>	<u>Amount</u>
Loreto T. Tersigni - Managing Director	8.50	\$3,357.50
Michael Berkin - Managing Director	5.00	\$1,975.00
Patrick McArdle - Director	1.00	\$300.00
Dottie-Jo Collins - Manager	3.35	\$753.75

<u>Expenses (see Schedule B)</u>	
Telephone, Transportaion, Xerox, Postage, Fax	<u>\$133.70</u>

TOTAL**\$6,519.95**

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RE: W.R. Grace

Summary of Professional Services Rendered: December 1, 2001 - December 31, 2001

Name	Schedule	Rate (2001)	Hours	Amount
Loreto T. Tersigni	Schedule A	\$395	8.50	\$3,357.50
Michael Berkin	Schedule A	\$395	5.00	\$1,975.00
Patrick McArdie	Schedule A	\$300	1.00	\$300.00
Dottie-Jo Collins	Schedule A	\$225	3.35	\$753.75
Total Professional Services- Schedule A:			17.85	\$6,386.25
Total Out of Pocket Expenses- Schedule B:				\$133.70
TOTAL DUE THIS INVOICE				\$6,519.95

W.R. Grace

Schedule A**Loreto T. Tersigni***Services Rendered during the Period: December 1 - 31, 2001.*

Date	Comment	Hours	Rate	Amount
12/5/2001	Review of Chi Project memorandum and analysis	2.00	\$395.00	\$790.00
12/7/2001	Preparation of document request	2.00	\$395.00	\$790.00
12/20/2001	Review of business plan for ACC	2.50	\$395.00	\$987.50
12/21/2001	Review and analysis of engagement scope and analysis for ACC	0.50	\$395.00	\$197.50
12/27/2001	Review of monthly operating report - November 2001	1.50	\$395.00	\$592.50
Sub-Total		8.50		\$3,357.50

Michael Berkin*Services Rendered during the Period: December 1 - 31, 2001.*

Date	Comment	Hours	Rate	Amount
12/4/2001	Discussion with Grace's Director of Business and Grace's financial advisor to update Project Chi. Preparation of memorandum to discuss findings.	5.00	\$395.00	\$1,975.00
Sub-Total		5.00		\$1,975.00

Patrick McArdle*Services Rendered during the Period: December 1 - 31, 2001.*

Date	Comment	Hours	Rate	Amount
12/14/2001	Review historical files, update case files with results of current analysis.	1.00	\$300.00	\$300.00
Sub-Total		1.00		\$300.00

Dottie-Jo Collins*Services Rendered during the Period: December 1 - 31, 2001.*

Date	Comment	Hours	Rate	Amount
12/18/2001	Final edit and distribution of enclosure #16 in due diligence binder	2.00	\$225.00	\$450.00
12/31/2001	Compilation and consolidation of monthly services rendered	1.35	\$225.00	\$303.75
Sub-Total		3.35		\$753.75

TOTAL Schedule A	17.85	\$6,386.25
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W. R. Grace

Schedule B**Summary of Expenses Incurred by L Tersigni Consulting P.C.
Accountant and Financial Advisor**

<u>Descriptions</u>	<u>Amount</u>
Telephone - December 2001	\$45.21
Federal Express (12/5/01 Pkg to Mr. Peter Lockwood)	\$24.23
Xerox (203 x \$0.10 per page)	\$20.30
Postage & Materials (28 x \$1.57 per envelope)	\$43.96
Total Expenses incurred from Dec. 1, 2001 through Dec. 31, 2001	\$133.70